

**ASARCO**

April 5, 2005

Mr. Victor Ketellapper Remedial Project Manager U. S. EPA Region VIII Mailing Code 8EPR-SR 999 18 th Street, Suite 300 Denver, CO 80202-2466	Ms. Barbara O'Grady Hazardous Materials Waste Management Division (HMWMD-RP-B2) Colorado Department of Public Health 4300 Cherry Creek Drive South Denver, CO 80246-1530
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Dear Mr. Ketallapper and Ms. O'Grady:

RE: Notice of change in corporate form: Vasquez Boulevard Superfund Site Consent Decree

The purpose of this letter is to notify you that ASARCO Incorporated has become a limited liability company ("LLC"), following a recent trend in U.S. tax and corporate law. This represents a change in corporate form only, but it will allow ASARCO to achieve more commercial operating and tax planning flexibility. All of the assets, liabilities, duties, responsibilities and obligations, including all environmental obligations, of the former Asarco are held by the new ASARCO LLC. The company continues to be owned 100% by Americas Mining Corporation, a Delaware corporation. All of Asarco's officers and directors remain unchanged. This change will have no effect on Asarco's relationship with its employees, creditors, sureties, customers, or suppliers.

If you have any questions about this matter, please feel free to contact me at (602) 977-6556.

Sincerely,

Thomas L. Aldrich
Vice President Environmental Affairs
ASARCO LLC
2575 East Camelback Road, Suite 500
Phoenix, AZ 85016-4240